

Appendix D to DIR Contract No. DIR-TSO-4084

SERVICE AGREEMENT NO. \_\_\_\_\_

THIS SERVICE AGREEMENT NO. : \_\_\_\_\_ [identify the appropriate service] \_\_\_\_\_(the "Service Agreement") is made and entered into this \_\_\_\_\_day of \_\_\_\_\_, between \_\_\_\_\_, ("Customer"), and \_\_\_\_\_[Name of applicable AT&T entity to be inserted when Service Agreement is developed] ("Vendor" or "AT&T").

Customer and Vendor hereby agree that \_\_\_\_[identify the service]\_\_\_\_ shall be purchased subject to the following terms and conditions:

**1)** This Service Agreement by reference incorporates all of the terms of the agreement entered into between the State of Texas Department of Information Resources ("DIR") and AT&T on \_\_\_\_[date]\_\_\_\_\_ [DIR Contract No. DIR-TSO-4084] ("Contract"). Customer and AT&T agree that: (i) all the terms and definitions of the Contract are incorporated by reference into this Service Agreement, (ii) the schedules and exhibits attached hereto are incorporated by this reference, and (iii) in the event of any inconsistent or contradictory terms between the Contract and the Service Agreement, the terms of the DIR Contract, DIR-TSO-4084 shall control. This Service Agreement is effective on the date of last execution ("Effective Date").

**2) Standard terms for specified Service.** The prices and other applicable terms and conditions shall be in accordance with Appendix C, Pricing Index of the DIR Contract, DIR-TSO-4084 regarding [again identify the appropriate service that is being provided under this agreement] shall be identified in AT&T's then current (*i.e.*, at the time the order for the service is being placed by the Customer or one of the authorized agencies) Pricing Schedule, Addendum to the Pricing Schedule (if any) and the applicable Service Guide.

**3) Customer specific terms.**

[To be added at the time the Service Agreement is negotiated if there are any custom terms and conditions.]

**4). Overview of Documents.** The terms and conditions governing the Services that AT&T provides to Customer are set forth in the DIR Contract No. DIR-TSO-4084, this Service Agreement, the following additional documents, and any other documents executed by the parties and referencing this Service Agreement (which documents together with this Service Agreement are called "this Agreement"):

- (a) **Pricing Schedules.** A Pricing Schedule (including related attachments), attached to and a part of a Service Agreement, which identifies the Services AT&T may provide to Customer, the price (including discounts, if applicable) for each Service, and the term during which such prices are in effect ("Pricing Schedule Term"). Pricing shall be in accordance with Appendix C, Pricing Index of the DIR Contract DIR-TSO-4084 and with Section 4.B. of the Agreement.

- (b) **Acceptable Use Policy.** AT&T's Acceptable Use Policy ("AUP") applies to Services provided over or accessing the Internet. The AUP may be found at [att.com/aup](http://att.com/aup), or other locations AT&T may designate.
- (c) **Service Guides.** The description, MSRP, and other terms and conditions for the Service may be contained in a Service Guide, which may be found at [new.serviceguide.att.com](http://new.serviceguide.att.com), or other locations AT&T may designate.

**5) Order of Precedence.** In the event of a conflict between this Agreement (including Pricing Schedules, AUP, Service Guides) and the DIR Contract No. DIR-TSO-4084 the DIR Contract controls. The Order of Precedence for all documents shall be the DIR Contract No. DIR-TSO-4084, Appendix A, Standard Terms and Conditions for Services Contracts; Appendix B, Vendor's Historically Underutilized Businesses Subcontracting Plan; Appendix C, Pricing Index, Appendix D, Service Agreement (including Pricing Schedules, AUP, and Service Guides); Exhibit 1, Vendor's Response to RFO DIR-TMP-TSO-247, including all addenda; and Exhibit 2, RFO DIR-TMP-TSO-247, including all addenda. In the event of a conflict within Appendix C the order of precedence shall be Appendix C, Pricing Index of the DIR Contract No. DIR-TSO-4084, Pricing Schedules, AUP, Service Guides, and then the Appendix C Agreement.

**6) Revisions to Documents.** Subject to Section 8.B.7) (d) (Materially Adverse Change) of the Contract, AT&T may revise Service Guides or the AUP (collectively "Service Publications") at any time.

**7). Execution by AT&T Affiliates.** An AT&T Affiliate may sign a Pricing Schedule referencing this Service Agreement in its own name and such Affiliate contract will be a separate, but associated, contract incorporating the terms of the DIR Contract No. DIR-TSO-4084 and this Agreement with respect to that Pricing Schedule. AT&T will arrange to its Affiliates comply with the DIR Contract No. DIR-TSO-4084 and this Agreement, regardless of whether an Affiliate has signed a Pricing Schedule.

IN WITNESS WHEREOF the Parties have executed this Service Agreement as of the day and year first above written.

CUSTOMER

[Name of applicable AT&T entity  
to be inserted when Service  
Agreement developed.]

By:\_\_\_\_\_

By:\_\_\_\_\_

Name:\_\_\_\_\_

Name:\_\_\_\_\_

Title:\_\_\_\_\_

Title:\_\_\_\_\_

Date:\_\_\_\_\_

Date:\_\_\_\_\_